

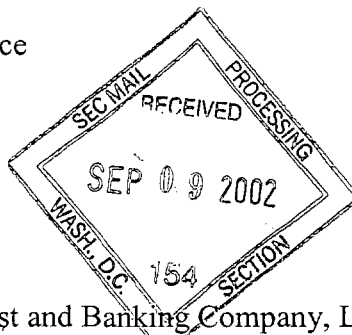
**The Sumitomo Trust & Banking Co., Ltd.**

NEW YORK BRANCH  
527 MADISON AVENUE, NEW YORK, N.Y. 10022  
TELEPHONE (212) 326-0600



September 6, 2002

Office of International Corporate Finance  
Division of Corporate Finance  
Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, D.C. 20549  
U.S.A.



The Sumitomo Trust and Banking Company, Limited  
Information Furnished Pursuant to  
12g3-2(b) Under the Securities Exchange Act of 1934  
File No.: 82-4617

**SUPPL**  
**PROCESSED**  
SEP 20 2002  
THOMSON  
FINANCIAL

Ladies and Gentlemen:

The Sumitomo Trust and Banking Company, Limited, a bank organized as a joint stock company under the laws of Japan (the "Bank"), pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934, as amended (the "Act"), hereby furnishes the following documents to the Commission:

**Adjustment of Conversion Price of Series 1 Preferred Stock**

All information and documents submitted herewith are being furnished under Rule 12g3-2(b)(1) with the understanding that such information and documents will not be deemed to be "filed" with the Commission or otherwise subject to the liabilities of Section 18 of the Act, and that neither this letter nor the furnishing of such information and documents shall constitute an admission for any purpose that the Bank is subject to the Act.

*dlw 9/17*

Please acknowledge receipt of this letter by stamping the enclosed receipt copy and returning it in the enclosed postage-paid envelope.

Very truly yours,

The Sumitomo Trust and  
Banking Company, Limited

By Naoya Takeuchi

Name : Naoya Takeuchi

Title: Joint General Manager

The Sumitomo Trust & Banking Co., Ltd.  
September 6, 2002

## **Adjustment of Conversion Price of Series 1 Preferred Stock**

The Sumitomo Trust & Banking Co., Ltd. (Sumitomo Trust) hereby notifies that the conversion price of the Series 1 Preferred Stock will be adjusted as follows.

### **1. Change of conversion price**

New conversion price: 534 yen  
(Previous conversion price: 811 yen)

### **2. Effective date**

October 1st, 2002

### **3. Reason of adjustment**

In accordance with the terms and conditions of the Preferred Stock with respect to the conversion into common stocks.

For inquiries, please contact  
Koichi Onaka, Head of IR Office, Financial Management Department  
Telephone: +81-3-3286-8354, Fax: 81-3-3286-4654